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ACCOUNT NO. : 072100000032

REFERENCE : 540391-10191A  
*Patricia P. 10191A*

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : September 23, 1997

ORDER TIME : 10:09 AM

ORDER NO. : 540391-005

CUSTOMER NO: 10191A

500002302145--9

CUSTOMER: Lee H. Bessell, Esq  
LEE H. BESSELL, ESQUIRE

Suite 101  
2450 N.e. Miami Gardens Drive  
North Miami Bea, FL 33180

DOMESTIC FILING

NAME: BELLE MEADE ART FRAMING &  
GALLERY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 SEP 24 AM 11:55  
97 SEP 24 PM 11:27  
TALLAHASSEE, FLORIDA  
SECTION OF DIVISION OF CORPORATIONS

SN SEP 24 1997

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FILED

ARTICLES OF INCORPORATION 97 SEP 24 AM 11:55

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BELLE MEADE ART FRAMING & GALLERY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BELLE MEADE ART FRAMING & GALLERY, INC.

The address of the principal office of this corporation shall be 695 Northeast 83rd Street, Miami, Florida 33138, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Berkis Sanchez Pres.	695 Northeast 83rd Street Miami, Florida 33138
Candida Sanchez Treas.	Same
Joseph Weinstock V.Pres.	1576 Daytonia Road Miami Beach, Florida 33141
Sylvia Weinstock Sec.	Same

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 24, 1997.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar  
Its Agent, Karen B. Rozar

HBD/sle

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